# DO 1000121097 TRANSMITTAL LETTER

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TALLANASSEE FLORIDA

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Enclosed are an origi	inal and one (1) copy of the artic	cles of incorporation and	a check for:			
<b>⊠</b> \$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	□ \$87.50 Filing Fee, Certified Copy & Certificate of			
		ADDITIONAL COPY REQUIRED				
FROM:	JEFFREY J.	HOSMAN	ن د دون سه میسون			
FROM: JEFFREY J. HOSMAN  Name (Printed or typed)						
19419 VIA Del MAR #203						
_	TAMPA E		00004736 -12/21/01( ******70.00	01057002		
B13-973-8431  Daytime Telephone number						

NOTE: Please provide the original and one copy of the articles.

### ARTICLES OF INCORPORATION OF SNH INTERNATIONAL, INC.



I, the undersigned, a natural person of the age of eighteen (18) years or more, a citizen of the State of Texas, acting as incorporator of a corporation in compliance with Chapter 607 of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

#### ARTICLE I

#### Name

The name of the Corporation is SNH International, Inc.

#### ARTICLE II

#### **Period of Duration**

The period of duration is perpetual.

#### **ARTICLE III**

#### Section 1 - Purposes

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which the Corporation may be incorporated and not prohibited by the Florida Business Corporation Act, as now written or as hereafter amended.

#### Section 2 - Statutory Powers

Subject to any specific written limitations or restrictions imposed by the Florida Business Corporation Act or by other applicable laws, and solely in the furtherance of and not in addition to the purposes set forth in Section 1 of this Article, the Corporation shall have and exercise all of the powers not inconsistent with these Articles.

#### ARTICLE IV

#### Authorized Shares

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000,000 shares of Common Stock with one cent (\$0.01) par value per share.

#### ARTICLE V

#### Section 1 - Address of Initial Registered Office and Name of Initial Registered Agent

The address of the initial registered office of the Corporation is 19419 Via Del Mar #203, Tampa, Florida 33647. The name of the initial registered agent of the Corporation at such address is Jeffrey J. Hosman.

#### Section 2 - Address of Principal Office

The address of the principal place of business of the Corporation is 19419 Via Del Mar #203, Tampa, Florida 33647.

#### ARTICLE VI

#### **Data on Respective Directors**

The number of Directors constituting the initial Board of Directors shall be one (1). The name and address of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are duly elected and qualified are:

N	a	m	e
_ ,	••		

#### <u>Address</u>

Jeffrey J. Hosman

19419 Via Del Mar #203 Tampa, Florida 33647

#### Adoption of the Bylaws

The initial Bylaws shall be adopted by the Board of Directors. The Board of Directors shall have the power to alter, amend or repeal the Bylaws of the Corporation and to adopt new Bylaws, subject to repeal or change by action of the shareholders.

#### ARTICLE VII

#### **Data Respecting Incorporator**

The name and address of the Incorporator is as follows:

James S. Patterson 15303 Dallas Parkway, Suite 700 Addison, Texas 75001

## ARTICLE VII Denial of Cumulative Voting

Cumulative voting of shares in the election of Directors or upon any other matter is expressly prohibited. The shareholders entitled to vote for the election of Directors shall be entitled to cast one vote per directorship for each share held, and no more.

#### ARTICLE IX

#### Denial of Pre-Emptive Rights of Shareholders

No shareholder of this Corporation shall have any pre-emptive right to acquire additional, unissued or treasury shares of the Corporation, or any other securities of the Corporation.

#### ARTICLE X

#### **Indemnification of Directors and Officers**

The Corporation shall provide indemnification of directors and officers of the Corporation to the full extent allowable by law, including but not limited to the provisions of the Florida Business Corporation Act, as now written or as hereafter amended.

#### ARTICLE XI

#### Limitation of Liability

No director of the Corporation shall be liable to the Corporation or any of its shareholders for monetary damages for an act or omission in the director's capacity as a director, provided, however, that the limitation of liability contained in this Article XI shall not eliminate or limit the liability of a director to the extent the director is found liable for an action recited in Section 607.0831 of the Florida Business Corporation Act. This Article XI shall provide limitation of liability for directors of the Corporation to the full extent allowable by law, including but not limited to the provisions of the Florida Business Corporation Act, as now written or as hereafter amended.



#### ARTICLE XIII

#### **Shareholder Consent Election**

It is hereby provided that any action required to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents, in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

IN WITNESS WHEREOF, I have hereunder set my hand this 11 day of December, 2001.

ames S. Patterson, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.